

M. Renee Britt
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December 12, 2008

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

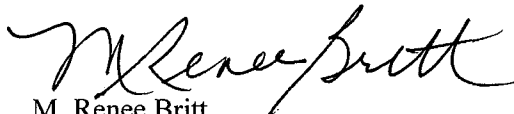
**Re: Petition of the Verizon Telephone Companies for Forbearance
Pursuant to 47 U.S.C. § 160(c) in Cox's Service Territory in the
Virginia Beach Metropolitan Statistical Area, WC Docket No.
08-49**

Dear Ms. Dortch:

On behalf of Cavalier Telephone Corporation, Covad Communications Group, Inc., CP Telecom, Inc., Globalcom, Inc., McLeodUSA Telecommunications Services, Inc., PAETEC Communications, and TDS Metrocom, LLC and in accordance with the procedures outlined in the *First Protective Order*, DA 08-879 and *Second Protective Order*, DA 08-880, released April 15, 2008, in the above-captioned proceeding, I am submitting herewith the acknowledgments of confidentiality executed by the undersigned.

The parties referenced on the attached Certificate of Service have been served with a copy of this letter and the executed attachments.

Very truly yours,



M. Renee Britt
Paralegal Specialist

Attachments

cc (email): Tim Stelzig
Denise Coca
Attached Certificate of Service (Via First Class Mail)

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

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ATTACHMENT A

WC DOCKET NO. 08-49

I have received a copy of the *First Protective Order* in WC Docket No. 08-49. I have read the order and agree to comply with and be bound by the terms and conditions of this *First Protective Order*. The signatory understands, in particular, that unauthorized disclosure, or the use of the information for competitive commercial or business purposes, will constitute a violation of this *First Protective Order*.

SIGNATURE:



NAME PRINTED: M. Renee Britt

TITLE: Paralegal Specialist

ADDRESS: 2020 K Street, N.W.
Washington, DC 20006REPRESENTING: Cavalier Telephone Corporation, Covad Communications Group, Inc.,
CP Telecom, Inc., Globalcom, Inc., McLeodUSA Telecommunications Services,
Inc., PAETEC Communications, Inc. and TDS Metrocom, LLC

EMPLOYER: Bingham McCutchen LLP

DATE: December 12, 2008

APPENDIX A

Acknowledge of Confidentiality

WC DOCKET NO. 08-49

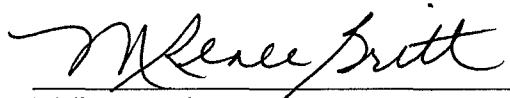
I hereby acknowledge that I have received and read a copy of the foregoing *Second Protective Order* in the above-captioned proceeding, and I understand it. I agree that I am bound by the *Second Protective Order* and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by this *Second Protective Order*. I acknowledge that a violation of the *Second Protective Order* is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the *Second Protective Order* is due solely to my capacity as Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 7 of the foregoing *Second Protective Order* and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the *Second Protective Order*.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the *Second Protective Order*; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraphs 8, 11, 12, and 14 of the *Second Protective Order*, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the *Second Protective Order*.

Executed at Washington, DC this 12th day of December, 2008.



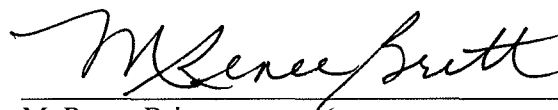
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Representing Cavalier Telephone Corporation, Covad
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Globalcom, Inc., McLeodUSA Telecommunications
Services, Inc., PAETEC Communications, and TDS
Metrocom, LLC
202.373.6530
renee.britt@bingham.com

CERTIFICATE OF SERVICE

I hereby certify that, on this 12th day of December, 2008, I caused copies of the foregoing document to be served by first-class postage paid mail upon each of the following:

Edward Shakin
Sherry Ingram
Verizon
1515 North Court House Road
Suite 500
Arlington, VA 22201

Evan T. Leo
Kellogg, Huber, Hansen, Todd, Evans & Figel, P.L.L.C.
1615 M Street, N.W.
Suite 400
Washington, DC 20036



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